

**UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS  
EASTERN DIVISION**

IRONWOOD CAPITAL LTD.,  
Plaintiff,

v.  
IRONWOOD CAPITAL MANAGEMENT, LLC;  
IRONWOOD PARTNERS, LLC; and ICM SERIES  
TRUST,  
Defendants.

Civil Action No.: 04-10726 (PBS)

**PLAINTIFF'S ASSENTED-TO MOTION TO EXTEND TIME TO FILE RESPONSE TO  
DEFENDANTS' COUNTERCLAIM**

Plaintiff Ironwood Capital, Ltd. ("Plaintiff"), with the assent of defendants Ironwood Capital Management, LLC, Ironwood Partners, LLC, and ICM Series Trust ("Defendants"), hereby moves the Court to allow the Plaintiff an additional two weeks, up to and including June 24, 2004, to file a response to Defendants' Counterclaim. In support of this motion, Plaintiff states that the parties have been engaged in discussions to limit the issues involved in this litigation and, accordingly, the Plaintiff needs additional time to complete these discussions, and, if unsuccessful, prepare its response to the Counterclaim. The Defendants will not be prejudiced by this extension and assent to it.

WHEREFORE, Plaintiff Ironwood Capital, Ltd., respectfully requests that this Court extend the time for it to file a response to the Defendants' Counterclaim up to and including June 24, 2004.

**RESPECTFULLY SUBMITTED:**  
IRONWOOD CAPITAL, Ltd.  
Plaintiff,  
By its attorneys,

/s/ Gary R. Greenberg  
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Greenberg Traurig, LLP  
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**ASSENTED TO BY:**  
IRONWOOD CAPITAL MANAGEMENT, LLC;  
IRONWOOD PARTNERS, LLC; and ICM  
SERIES TRUST  
Defendants,  
By their attorneys:

/s/ Mark Schonfeld  
Mark Schonfeld, BBO#446980  
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**LOCAL RULE 7.1(A)(2) CERTIFICATE**

On June 11, 2004, I contacted counsel for the Defendants and was informed that the Defendants assent to this motion.

/s/ Courtney B. Pillsbury  
Courtney B. Pillsbury

Certificate of Service

I, Courtney B. Pillsbury hereby certify that on June 14, 2004 I caused a copy of the above document to be served upon all counsel of record by first class mail, postage prepaid.

/s/ Courtney B. Pillsbury  
Courtney B. Pillsbury